

EXHIBIT 105

CONFIDENTIAL PURSUANT TO PROTECTIVE ORDER

Page 1

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

MARVEL WORLDWIDE, INC.,)
MARVEL CHARACTERS, INC. and)
MVL RIGHTS, LLC,)
PLAINTIFFS,)

VS.) NO. 10-141-CMKF

LISA R. KIRBY, BARBARA J. KIRBY,)
NEAL L. KIRBY and SUSAN N. KIRBY,)
DEFENDANTS.)

CONFIDENTIAL PURSUANT TO PROTECTIVE ORDER
VIDEOTAPED DEPOSITION OF STAN LEE
LOS ANGELES, CALIFORNIA
MAY 13, 2010

REPORTED BY:

CHRISTY A. CANNARIATO, CSR #7954, RPR, CRR, CLR

JOB NO.: 30189

TSG Reporting 877-702-9580

2021MARVEL-0130804

CONFIDENTIAL PURSUANT TO PROTECTIVE ORDER

Page 2

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May 13, 2010

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9:35 a.m.

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Deposition of Stan Lee, taken on behalf of
Plaintiffs, held at the offices of Paul Hastings,
515 South Flower Street, 25th Floor, Los Angeles,
California, before Christy A. Cannariato,
CSR #7954, RPR, CRR.

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CONFIDENTIAL PURSUANT TO PROTECTIVE ORDER

Page 3

A P P E A R A N C E S

REPRESENTING THE PLAINTIFFS:

WEIL, GOTSHAL & MANGES, LLP

BY: JAMES W. QUINN, ESQ.

RANDI W. SINGER, ESQ.

767 FIFTH AVENUE

NEW YORK, NY 10153

-AND-

HAYNES AND BOONE, LLP

BY: DAVID FLEISCHER, ESQ.

1221 AVENUE OF THE AMERICAS, 26TH FLOOR

NEW YORK, NY 10020

REPRESENTING THE DEFENDANTS:

TOBEROFF & ASSOCIATES, P.C.

BY: MARC TOBEROFF, ESQ.

2049 CENTURY PARK EAST, SUITE 2720

LOS ANGELES, CA 90067

CONFIDENTIAL PURSUANT TO PROTECTIVE ORDER

Page 4

APPEARANCES (Cont'd)

FOR THE WITNESS:

GANFER & SHORE, LLP

BY: ARTHUR LIEBERMAN, ESQ.

360 LEXINGTON AVENUE, 14TH FLOOR

NEW YORK, NY 10017

REPRESENTING

ALSO PRESENT:

BRENT JORDAN, VIDEOGRAPHER

ELI BARD, MARVEL ENTERTAINMENT

CONFIDENTIAL PURSUANT TO PROTECTIVE ORDER

Page 5

I N D E X

EXAMINATION BY	PAGE
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MR. QUINN.....	8
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EXHIBITS

EXHIBIT DESCRIPTION	PAGE
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Lee Exhibit 1	
Affidavit of Stan Lee.....	23

Lee Exhibit 2	
Affidavit of Millicent Shuriff.....	29

Lee Exhibit 3	
Article by Nat Freedland, "Super Heroes With Super Problems," NY Herald Tribune, 1/9/66.....	39

Lee Exhibit 4	
Reprint "Super-Heroes with Super Problems".....	39

Lee Exhibit 5 - Retained by Counsel for Plaintiff	
Jack Kirby Collector Fifty-Four.....	49

CONFIDENTIAL PURSUANT TO PROTECTIVE ORDER

Page 6

EXHIBITS

EXHIBIT DESCRIPTION	PAGE
Lee Exhibit 6	
Color Photocopy of "Fantastic Four".....	53
Lee Exhibit 7 - Retained by Counsel for Plaintiff	
Book, Alter Ego.....	62
Lee Exhibit 8	
Deposition transcript of Stan Lee 11/18/03.....	102
Lee Exhibit 9	
DVD titled Stan Lee Deposition Audio and Video Clips..	103
Lee Exhibit 10	
Collection of Audio CD labels from University of Wyoming.....	103
Lee Exhibit 11 - Retained by Counsel for Plaintiff	
Book, Stan Lee Conversations, Edited by Jeff McLaughlin.....	121
Lee Exhibit 12 - Retained by Counsel for Plaintiff	
Book, Origins of Marvel Comics, by Stan Lee.....	120

CONFIDENTIAL PURSUANT TO PROTECTIVE ORDER

Page 100

1 S. LEE

2 the raw hide kid tell us about The Rawhide Kid.

3 A. I don't really know what to tell you. Martin,
4 the publisher, he loved Westerns. And we had a lot of
5 Western books, and he loved the name The Kid. We had Kid
6 called Outlaw, The Rawhide Kid, The Texas Kid. We had a
7 few others I can't remember. He loved that word. And the
8 Rawhide Kid was just one of the many Westerns we had.

9 And I, as far as I know, my brother had been
10 doing most of them. He was writing and drawing them. I
11 don't remember who started it. Maybe it was Jack that I
12 did it with first. I probably wrote the first one.

13 But it was just -- I don't even remember.
14 Maybe he was somebody wanted by the law, but he was really
15 a good guy, and nobody knew it and he just rode around The
16 West having adventures.

17 We didn't put a lot of thought into our
18 Westerns, really. They were all pretty much alike, just a
19 guy who is the fastest gun in the west, and he fights bad
20 guys.

21 Q. And with The Rawhide Kid, you followed the
22 same practice of making the assignment and then overseeing
23 it and editing it?

24 A. Yeah.

25 Q. Switching to another subject. Do you recall

1 S. LEE

2 that sometime back in 2002 and 2003 you had a dispute with
3 Marvel?

4 A. Oh, yes.

5 Q. And what was that dispute about?

6 A. Well, according to my contract, I was supposed
7 to get 10% of the profits of -- Marvel's profits from the
8 movies and television and things like that. And I felt I
9 hadn't been getting it.

10 Q. Did during the course of that dispute did you
11 ever say that you owned the characters and not Marvel?

12 A. No, that wasn't part of the dispute.

13 Q. And from your perspective, who did you believe
14 owned the characters?

15 A. Say that again.

16 Q. Who did you believe owned the characters?

17 A. I always felt the company did.

18 Q. Now, do you recall during the course of that
19 dispute that my nice friend, Mr. Fleischer over there,
20 took your deposition?

21 A. I don't recall it, but I take your word for
22 it. Somebody took it. I don't remember who.

23 Q. I'm going to show you a portion of that
24 deposition --

25 A. All right.

1 S. LEE

2 Q. -- and just ask you a couple questions about
3 it. We'll mark the deposition transcript itself as Stan
4 Lee 8.

5 (Lee Exhibit 8 marked for identification.)

6 MR. TOBEROFF: Is this the entire transcript
7 of the deposition?

8 MR. QUINN: Yes, but I promise I won't play it
9 all.

10 THE WITNESS: Oh, wow.

11 THE REPORTER: I'm sorry, did you want me to
12 report it?

13 MR. QUINN: No.

14 (Video recording playing.)

15 Q. BY MR. QUINN: That was you up there, wasn't
16 it?

17 A. Looked like it.

18 Q. Now, is that testimony consistent with your
19 current recollection?

20 A. Yes.

21 Q. And truthful testimony when you gave it?

22 A. Pardon me?

23 Q. It was truthful testimony when you gave it?

24 A. Yes.

25 Q. Back in November, I guess, 2003?

CONFIDENTIAL PURSUANT TO PROTECTIVE ORDER

Page 147

C E R T I F I C A T E

STATE OF CALIFORNIA)
) SS.:
COUNTY OF LOS ANGELES)

I, CHRISTY A. CANNARIATO, a Certified
Shorthand Reporter within and for the State
of California, do hereby certify:

That Stan Lee, the witness
whose deposition is hereinbefore set forth,
was duly sworn by me and that such
deposition is a true record of the
testimony given by such witness.

I further certify that I am not
related to any of the parties to this
action by blood or marriage; and that I am
in no way interested in the outcome of this
matter.

IN WITNESS WHEREOF, I have hereunto
set my hand this 25th day of May, 2010.



CHRISTY A. CANNARIATO, CSR #7954

Marvel Worldwide, Inc., Marvel Characters, Inc., and MVL Rights, LLC
v.
Lisa R. Kirby, Barbara J. Kirby, Neal L. Kirby, and Susan N. Kirby

Civil Action No. 10 Civ. 141 (CM) (KNF)

Southern District of New York

ERRATA SHEET FOR THE MAY 13, 2010 DEPOSITION OF STAN LEE

PAGE/ LINE NO.	CHANGE	REASON FOR CHANGE
14:16	"grownup" should be "grown up"	Typographical error
21:7	"fill in" should be "villain"	Typographical error
34:8	"Then I would send it to the inker" should be "Then, after it was lettered by the letterer, I would send it to the inker."	Clarification
35:19	"talk it with the artist" should be "talk about it with the artist"	Typographical error
38:12	"news stand" should be "newsstand"	Typographical error
40:17	"Kirby a veteran comic book artist," should be "Kirby, a veteran comic book artist,"	Typographical error
42:20	"thus and such" should be "such and such"	Typographical error
49:12	"Collection" should be "Collector"	Typographical error
53:8	"Os" should be "O's"	Typographical error
55:3	"Dr. doom" should be "Dr. Doom"	Typographical error
56:2	"might have decide to" should be "might have decided to"	Typographical error
64:25	"the Fantastic Four" should be "The Fantastic Four"	Typographical error
65:20	"See later part of the article" should be "see latter part of article."	Clarification
65:23	"synopses with Marvel artists, often working merely" should be "synopses, with Marvel artists often working merely"	Typographical error
65:24	"brief conversations" should be "brief conversations,"	Typographical error
67:17	"the thing" should be "the Thing"	Typographical error
67:21-22	"such a ugly monstrous looking guy" should be "such an ugly, monstrous-looking guy"	Typographical error
69:6	"started drawing" should be "started drawing,"	Typographical error
69:8-0	"action sequence may have been suggested, then, as well by either man." should be "action sequence, may have been suggested then, as well, by either man."	Typographical error

70:20	"this mind" should be "in mind"	Typographical error
74:24	"insect Man? fly Man?" should be "Insect Man? Fly Man?"	Typographical error
75:2	"Spider-Man" should be "The Spider"	Typographical error
75:13	"type" should be "types"	Typographical error
76:11	"I didn't mention that" should be "I mentioned that"	Clarification
80:16	"the thing" should be "the Thing"	Typographical error
81:5	"I remember Dr. Jekyll" should be "I remembered Dr. Jekyll"	Typographical error
86:18	"Happy hogan" should be "Happy Hogan"	Typographical error
91:14	"And how you do that." should be "And how do you do that?"	Typographical error
96:5	"Sgt. fury" should be "Sgt. Fury"	Typographical error
97:15	"loaner" should be "loner"	Typographical error
97:17	"also powerful" should be "all so powerful"	Typographical error
100:2	"the raw hide kid tell us about The Rawhide Kid" should be "The Rawhide Kid. Tell us about The Rawhide Kid."	Typographical error
104:12	"Stanley Deposition" should be "Stan Lee Deposition"	Typographical error
110:3	"I know What" should be "I know what"	Typographical error
110:4	"That sounds that" should be "That sounds like that"	Typographical error
110:18	"spider-man" should be "Spider-Man"	Typographical error
112:4	"Stanley deposition" should be "Stan Lee deposition"	Typographical error
112:6	"Stanley" should be "Stan Lee"	Typographical error
121:2-3	"The Superhero Women." should be "The Superhero Women."	Typographical error
123:2	"mr." should be "Mr."	Typographical error
123:14	"whose" should be "who's"	Typographical error

Stanley
7/2/10

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

State of California

County of

Los AngelesOn July 2, 2010

before me,

SUSAN M. DYMOND, a Notary Public

Here, insert Name and Title of the Officer

personally appeared

Stan Lee

Name(s) of Signer(s)



who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature

Susan M. Dymond

Signature of Notary Public

Place Notary Seal Above

OPTIONAL

Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.

Description of Attached Document

Title or Type of Document:

Errata Sheet for the May 13, 2010 Deposition

Document Date:

7-2-10

Number of Pages:

2

Signer(s) Other Than Named Above:

N/A**Capacity(ies) Claimed by Signer(s)**

Signer's Name:

Stan Lee☒ Individual☐ Corporate Officer — Title(s):☐ Partner — ☐ Limited ☐ General☐ Attorney in Fact☐ Trustee☐ Guardian or Conservator☐ Other:

Signer Is Representing:

Signer's Name:

☐ Individual☐ Corporate Officer — Title(s):☐ Partner — ☐ Limited ☐ General☐ Attorney in Fact☐ Trustee☐ Guardian or Conservator☐ Other:

Signer Is Representing:

**RIGHT THUMBPRINT
OF SIGNER**
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**RIGHT THUMBPRINT
OF SIGNER**
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